

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE AMERICAN INTERNATIONAL GROUP,
INC. 2008 SECURITIES LITIGATION

Master File No.:

08-CV-4772-LTS-DCF

This Document Relates To: All Actions

**NOTICE OF LEAD PLAINTIFF'S MOTION TO AMEND EXHIBIT A TO
NOTICE OF CLASS ACTION, PROPOSED SETTLEMENT, MOTION FOR
ATTORNEYS' FEES AND EXPENSES, AND SETTLEMENT HEARING**

PLEASE TAKE NOTICE that upon the following facts and circumstances, Lead Plaintiff hereby moves to amend Exhibit A to the Notice of Class Action, Proposed Settlement, Motion for Attorneys' Fees and Expenses, and Settlement Hearing (the "Notice"), as follows:

WHEREAS, on September 12, 2014, the Parties proposed, among other things, that the Court approve the Notice for mailing to potential Settlement Class Members. The Notice describes Lead Plaintiff's proposed Plan of Allocation, including an Exhibit A (appended hereto as Attachment 1) which sets forth certain information to be utilized in calculating claims of purchasers of AIG Securities other than AIG common stock.

WHEREAS, the proposed Plan of Allocation provides that a claimant's Recognized Loss on purchases during the Settlement Class Period of AIG securities other than AIG common stock shall be calculated as the lesser of: (a) the purchase price (capped by the offering prices as shown on Exhibit A) minus the sale price; (b) the purchase price (capped by the offering prices as shown on Exhibit A) minus the value of the security on October 9, 2008 (as shown on Exhibit A); or (c) the purchase price (capped by the offering prices as shown on Exhibit A) minus the value of the security as of September 5, 2014 (as shown on Exhibit A);

WHEREAS, upon further review and analysis by Lead Counsel of the Exhibit A and in light of discussions that Lead Counsel had with a putative Settlement Class Member who purchased one of the series of AIG FP Securities, it appears that Exhibit A requires correction in certain respects. Specifically, the figures included in the Exhibit A for twenty-one of the AIG FP Securities under the column entitled “Price on 10/9/2008 (\$ per share, % of par)” were based on last reported prices of such AIG FP Securities prior to September 15, 2008, which would not necessarily have been indicative of the prices of those securities on October 9, 2008, had trading in those securities taken place at or about that time. [September 15, 2008 is the day before the end of Class Period; October 9, 2008 corresponds to the date on which the first lawsuit asserting claims under the Securities Act of 1933 was filed.] The twenty-one AIG FP Securities for which incorrect pricing information was used are identified in Attachment 2, appended hereto.

WHEREAS, Lead Plaintiff and Lead Counsel believe that the alternative method of capping the Recognized Loss for purchasers of these twenty-one AIG FP Securities based on prices of those securities on October 9, 2008, as included in the current Exhibit A, should no longer limit a claimant’s loss calculation under the Plan of Allocation.

WHEREAS, the trading prices identified in the current Notice for these twenty-one AIG FP Securities does not impact in any way the October 9, 2008 trading prices indicated in Exhibit A for the much larger issuances of the AIG Corporate Units, Series A Junior Subordinated Debentures, or Series G and Series MP Medium Term Notes, which together form the bulk of the non-common stock AIG Securities issued by AIG during the Class Period. Nor does it impact the October 9, 2008 trading information in Exhibit A for the thirty-six other AIG FP Securities for which correct trading information or no trading information was provided in the October 9, 2008 column. Nor does it impact any loss calculations for purchasers of AIG common stock.

WHEREAS, Lead Plaintiff and Lead Counsel believe and respectfully submit that the Exhibit A should be modified for the purpose of calculating the Recognized Losses of purchasers of these twenty-one AIG FP Securities under the proposed Plan of Allocation.

WHEREAS, appended hereto as Attachment 3 is Lead Plaintiff's and Lead Counsel's proposed Exhibit A, as modified. The proposed modification to Exhibit A deletes the October 9, 2008 pricing information for the securities identified in Attachment 2.

WHEREAS, should the Court approve this proposed modification of Exhibit A to the Notice, Lead Plaintiff and Lead Counsel further propose that: (a) a specific notification to Settlement Class Member purchasers of AIG FP Securities of the modified Exhibit A, alerting them to the changes made in the October 9, 2008 price column for the twenty-one AIG FP Securities at issue, be posted on the websites maintained for the Settlement by the Claims Administrator and by Lead Counsel; (b) the modified Exhibit A be included in the Notices available through the websites maintained for the Settlement by the Claims Administrator and by Lead Counsel; and (c) for Notices mailed to potential class members in the future, the outside of the envelope containing the packet for the Notice and Proof of Claim and Release shall be printed with an alert advising purchasers of AIG FP Securities to the modified Exhibit A that will be accessible through the websites of the Claims Administrator and Lead Counsel.

WHEREAS, Lead Counsel has discussed this proposed change with the putative Settlement Class Member who raised this issue concerning one of the series of AIG FP Securities, and he has indicated his approval of the proposed modification of Exhibit A to the Notice.

WHEREAS, Lead Counsel has further consulted with counsel for AIG and PwC, who have no objection to the modified Exhibit A or to Lead Plaintiff's and Lead Counsel's plan for notifying potential claimants of this proposed modification as set for the above.

NOW, THEREFORE, Lead Plaintiff and Lead Counsel respectfully seek an Order of the Court, in the form attached, (a) allowing Lead Plaintiff to modify the Exhibit A to the Notice, as set forth above, and (b) ordering that notice of the modification of the Exhibit A to the Notice be provided to putative Settlement Class Members who purchased AIG FP Securities through the methods identified above.

Dated: December 30, 2014

Respectfully submitted,

BARRACK, RODOS & BACINE

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